OFFICESE CALLY Docume #) AZARUS CORPORATE FILING SER (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5		46	00288391 -05/24/9901074 *****78.75 ***	
(City, State, Zip) (Phone				
LOCAL REPRESENTATIVE TALLAHA	SSEE	OFFICE USE ONLY		
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Annual Report Fictitious Name Name Reservation	REGISTRATIO QUALIFICATIO Foreign Limited Partners Reinstatement Trademark Other	hip Ship	DIVISION OF CORPORATION aminer's Initials	RECEIVED

ARTICLES OF INCORPORATION OF SCALEMARKET, CORP.

99 MAY 24 PM I2: 30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is Scalemarket,

Corp.

ARTICLE II - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - Capital Stock

This corporation is authorized to issue 600 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE IV - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - Initial Principal Office and Agent

The street address of the initial principal office of this corporation is 8248 N.W. 6th Terrace, Suite 217, Miami, FL. 33126, and the name of the initial registered agent of this corporation at that address is Cesar Torres.

ARTICLE VI - Initial Board of Directors

This corporation shall have 3 director (s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director (s) of the corporation is/are:

MOISES CASTIBLANCO QUIROGA Avenida 3 Norte No. 40-130 A.A. 36189, Cali, Valle

MOISES CASTIBLANCO Avenida 3 Norte No. 40-130 A.A. 36189, Cali, Valle

CESAR TORRES 8248 N.W. 6th Terrace, Suite #217 Miami, FL. 33126

ARTICLE VII - Initial Officers

The name and address of the initial officers of the corporation are:

President:

MOISES CASTIBLANCO QUIROGA

Avenida 3 Norte No. 40-130

A.A. 36189, Cali, Valle

Treasurer:

CESAR TORRES

8248 N.W. 6th Terrace, Suite #217

Miami, FL. 33126

Vice President:

MOISES CASTIBLANCO Avenida 3 Norte No. 40-130 A.A. 36189, Cali, Valle

Secretary:

MOISES CASTIBLANCO QUIROGA

Avenida 3 Norte No. 40-130

A.A. 36189, Cali, Valle

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles is:

MOISES CASTIBLANCO QUIROGA Avenida 3 Norte No. 40-130 A.A. 36189, Cali, Valle

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 19th day of May, 1999.

STATE OF FLORIDA) COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County setforth above personally appeared, CESAR TORRES known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 19th day of May, 1999.

NOTARY PUBLIC STATE OF FLORIDA

Bonded Thru: Official Notary Service 1-(800) 723-0121

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Persuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is: SCALEMARKET, CORP.
- 2. The name and address of the registered agent and office is:

CESAR TORRES 8248 N.W. 6th Terrace, Suite #217 Miami, FL. 33126

SIGNATURE COSAL TOLLOS.

TITLE HEASOLGE

DATE 5-20-99

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT ACCEPT.

SIGNATURE

SIGNATURE

OFFICE OF THE STANDARD STA

REGISTERED AGENT FILING FEE: \$35.00